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**UNITED STATES BANKRUPTCY COURT
 FOR THE DISTRICT OF NEVADA**

In re:

Case No. 09-14814 LBR

THE RHODES COMPANIES, LLC, aka "Rhodes
 Homes," et al.,¹

Debtors.

☒ Affects All Debtors
☐ Affects the following Debtors:

¹ The Debtors in these cases, along with their case numbers are: Heritage Land Company, LLC (Case No. 09-14778); The Rhodes Companies, LLC (Case No. 09-14814); Tribes Holdings, LLC (Case No. 09-14817); Apache Framing, LLC (Case No. 09-14818); Geronimo Plumbing LLC (Case No. 09-14820); Gung-Ho Concrete LLC (Case No. 09-14822); Bravo, Inc. (Case No. 09-14825); Elkhorn Partners, A Nevada Limited Partnership (Case No. 09-14828); Six Feathers Holdings, LLC (Case No. 09-14833); Elkhorn Investments, Inc. (Case No. 09-14837); Jarupa, LLC (Case No. 09-14839); Rhodes Realty, Inc. (Case No. 09-14841); C & J Holdings, Inc. (Case No. 09-14843); Rhodes Ranch General Partnership (Case No. 09-14844); Rhodes Design and Development Corporation (Case No. 09-14846); Parcel 20 LLC (Case No. 09-14848); Tuscany Acquisitions IV LLC (Case No. 09-14849); Tuscany Acquisitions III LLC (Case No. 09-14850); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany Acquisitions, LLC (Case No. 09-14853); Rhodes Ranch Golf Country Club, LLC (Case No. 09-14854); Overflow, LP (Case No. 09-14856); Wallboard, LP (Case No. 09-14858); Jackknife, LP (Case No. 09-14860); Batcave, LP (Case No. 09-14861); Chalkline, LP (Case No. 09-14862); Glynda, LP (Case No. 09-14865); Tick, LP (Case No. 09-14866); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona, LLC (Case No. 09-14882); Tuscany Golf Country Club, LLC (Case No. 09-14884); and Pinnacle Grading, LLC (Case No. 09-14887).

**STIPULATION RE PARAGRAPH 5(E) OF CASH COLLATERAL ORDER RE
SIGNATORIES NEEDED TO ISSUE CHECKS [Docket No. 236]**

This Stipulation is entered into by and between the Debtors, the First Lien Steering Committee (“FLSC”), and the Administrative Agent for the First Lien Lenders (the “Agent”). The foregoing parties (together, the “Parties”) hereby enter into this Stipulation and agree as follows:

RECITALS

WHEREAS, on April 30, 2009, the Court entered that *Final Stipulated Order (I) Authorizing Use of Cash Collateral Pursuant to Sections 105, 361, 362 and 363 of the Bankruptcy Code and (II) Granting Adequate Protection and Super Priority Administrative Expense Priority to Prepetition Secured Lenders re Debtors’ Motion for Interim and Final Orders Pursuant to Sections 105, 361, 362, 363, and 364, etc.* [Docket No. 126] (the “Final Cash Collateral Order”). Capitalized terms not defined herein shall have the meaning ascribed to such terms in the Final Cash Collateral Order;

WHEREAS, due to personnel changes, the Debtors have requested that paragraph 5(e) of the Final Cash Collateral Order be revised as per the below agreement and the FLSC and the Agent have consented;

NOW THEREFORE, in consideration of the mutual covenants contained herein, and other good and valuable consideration (the receipt and sufficiency of which are acknowledged), it is hereby stipulated and agreed by and between the Parties as follows:

AGREEMENT

1. Paragraph 5(e) of the Final Cash Collateral Order is hereby revised as follows: “Disbursement Authority. During the Cash Collateral Period, all amounts paid by the Debtors must be approved by two of the following (with checks drawn on any Debtor’s bank accounts to be signed by two of the following): (i) the Debtors’ Director of Legal Services; (ii) the Debtors’

Chief Financial Officer; (iii) the Debtors' Controller; (iv) the Debtors' Assistant Controller; or
(v) the Debtors' Vice President, Finance, provided, that neither Jim Rhodes nor any relative or
affiliate of Jim Rhodes shall serve in any of the foregoing capacities."

Dated: September 16, 2009

APPROVED

By: /s/ Philip C. Dublin
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